

First Quarter 2019 Results

April 30, 2019

Cautionary Statement Regarding Forward-Looking Statements

This quarterly presentation includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the “Securities Act”), and Section 21E of the Exchange Act, regarding, among other things, our plans, strategies and prospects, both business and financial. Although we believe that our plans, intentions and expectations as reflected in or suggested by these forward-looking statements are reasonable, we cannot assure you that we will achieve or realize these plans, intentions or expectations. Forward-looking statements are inherently subject to risks, uncertainties and assumptions including, without limitation, the factors described under “Risk Factors” from time to time in our filings with the Securities and Exchange Commission (“the SEC”). Many of the forward-looking statements contained in this quarterly presentation may be identified by the use of forward-looking words such as “believe,” “expect,” “anticipate,” “should,” “planned,” “will,” “may,” “intend,” “estimated,” “aim,” “on track,” “target,” “opportunity,” “tentative,” “positioning,” “designed,” “create,” “predict,” “project,” “initiatives,” “seek,” “would,” “could,” “continue,” “ongoing,” “upside,” “increases” and “potential,” among others. Important factors that could cause actual results to differ materially from the forward-looking statements we make in this quarterly presentation are set forth in this quarterly presentation, in our annual report on Form 10-K, and in other reports or documents that we file from time to time with the SEC, and include, but are not limited to:

- our ability to sustain and grow revenues and cash flow from operations by offering video, Internet, voice, mobile, advertising and other services to residential and commercial customers, to adequately meet the customer experience demands in our service areas and to maintain and grow our customer base, particularly in the face of increasingly aggressive competition, the need for innovation and the related expenditures;
- the impact of competition from other market participants, including but not limited to incumbent telephone companies, direct broadcast satellite (“DBS”) operators, wireless broadband and telephone providers, digital subscriber line (“DSL”) providers, fiber to the home providers, video provided over the Internet by (i) market participants that have not historically competed in the multichannel video business, (ii) traditional multichannel video distributors, and (iii) content providers that have historically licensed cable networks to multichannel video distributors, and providers of advertising over the Internet;
- our ability to efficiently and effectively integrate acquired operations;
- the effects of governmental regulation on our business including costs, disruptions and possible limitations on operating flexibility related to, and our ability to comply with, regulatory conditions applicable to us as a result of the Time Warner Cable Inc. and Bright House Networks, LLC Transactions;
- general business conditions, economic uncertainty or downturn, unemployment levels and the level of activity in the housing sector;
- our ability to obtain programming at reasonable prices or to raise prices to offset, in whole or in part, the effects of higher programming costs (including retransmission consents);
- our ability to develop and deploy new products and technologies including mobile products and any other consumer services and service platforms;
- any events that disrupt our networks, information systems or properties and impair our operating activities or our reputation;
- the ability to retain and hire key personnel;
- the availability and access, in general, of funds to meet our debt obligations prior to or when they become due and to fund our operations and necessary capital expenditures, either through (i) cash on hand, (ii) free cash flow, or (iii) access to the capital or credit markets; and
- our ability to comply with all covenants in our indentures and credit facilities, any violation of which, if not cured in a timely manner, could trigger a default of our other obligations under cross-default provisions.

All forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by this cautionary statement. We are under no duty or obligation to update any of the forward-looking statements after the date of this presentation.

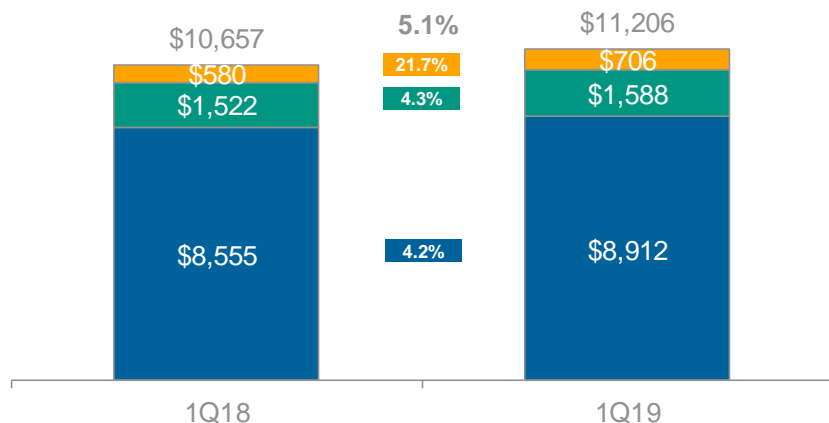
Thomas M. Rutledge

Chairman and CEO, Charter Communications

First Quarter Overview

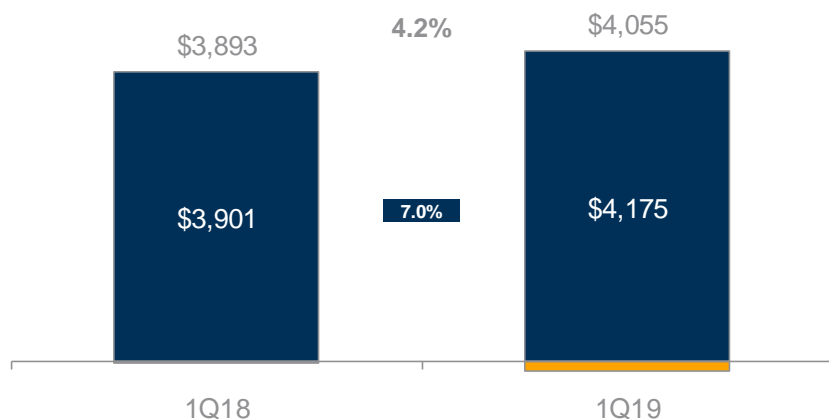
Revenue

(In Millions) ■ Residential ■ Commercial ■ Advertising, Mobile, Other



Adjusted EBITDA¹⁾

(In Millions) ■ Cable Adjusted EBITDA¹⁾ ■ Mobile Adjusted EBITDA¹⁾



Operating and Financial Overview

- Total residential and SMB customer relationship¹⁾ growth of 3.8% Y/Y, with net adds of 351k in 1Q19 vs. 264k in 1Q18
- Total residential and SMB Internet customers up 1.3M Y/Y, or 5.5%
- Total revenue growth of 5.1% Y/Y, and 4.1% Y/Y excluding mobile and advertising
 - Residential revenue growth of 4.2% Y/Y
 - Commercial revenue growth of 4.3% Y/Y
 - Advertising revenue declined 3.1% Y/Y, driven by lower political revenue
 - Mobile revenue of \$140M
- Adjusted EBITDA¹⁾ growth of 4.2% Y/Y
- Cable Adjusted EBITDA¹⁾ growth of 7.0% Y/Y
- Net income attributable to Charter shareholders of \$253M in 1Q19 vs. \$168M in 1Q18

1) See notes on slide 15.

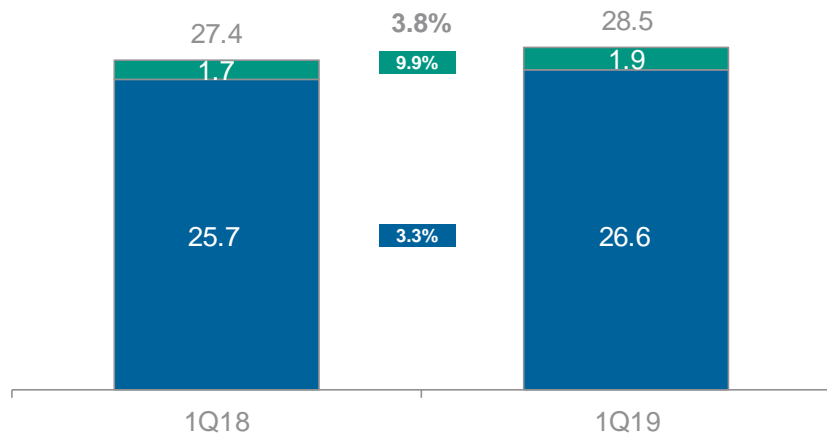
Christopher L. Winfrey

Chief Financial Officer, Charter Communications

Customers

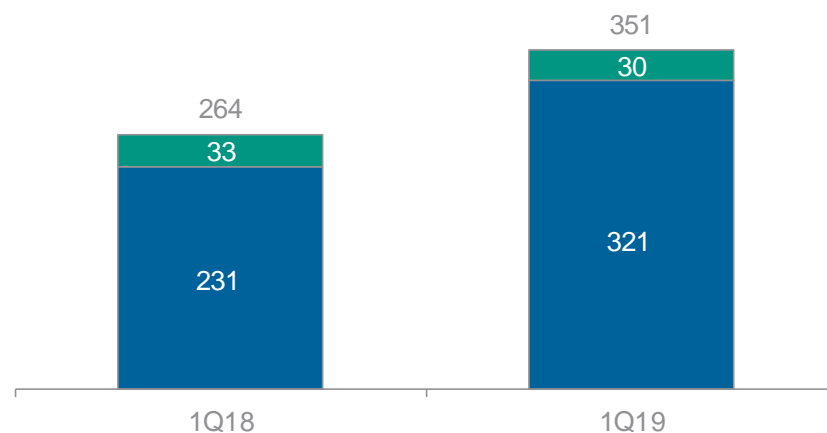
Customer Relationships¹⁾

(In Millions) ■ Residential ■ Small and Medium Business



Customer Net Additions¹⁾

(In '000s) ■ Residential ■ Small and Medium Business



Residential PSU Net Additions / (Losses)

(In '000s)

	1Q18	1Q19	Y/Y Change
Video	(121)	(152)	(31)
Internet	334	398	64
Voice	(54)	(120)	(66)
PSUs	159	126	(33)
Mobile Lines	n/a	176	n/a

SMB PSU Net Additions

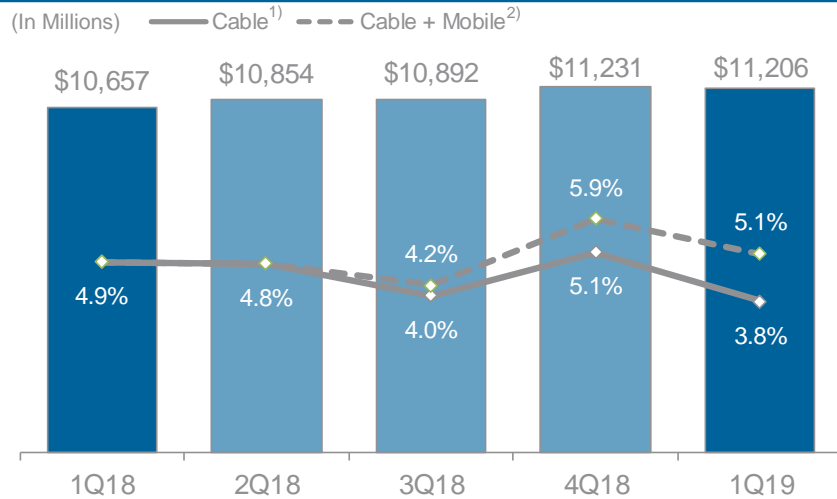
(In '000s)

	1Q18	1Q19	Y/Y Change
Video	10	7	(3)
Internet	33	30	(3)
Voice	27	21	(6)
PSUs	70	58	(12)

¹⁾ See notes on slide 15.

Revenue

Revenue and Y/Y % Growth



Revenue Split by Type

(In Millions)

	1Q18	1Q19	Y/Y Change
Residential	\$8,555	\$8,912	4.2%
Commercial	1,522	1,588	4.3%
Other	224	221	(1.3)%
Cable Excl. Advertising	\$10,301	\$10,721	4.1%
Advertising	356	345	(3.1)%
Mobile	n/a	140	n/a
Total Revenue	\$10,657	\$11,206	5.1%

1) Represents total Y/Y % revenue growth excluding mobile revenue.

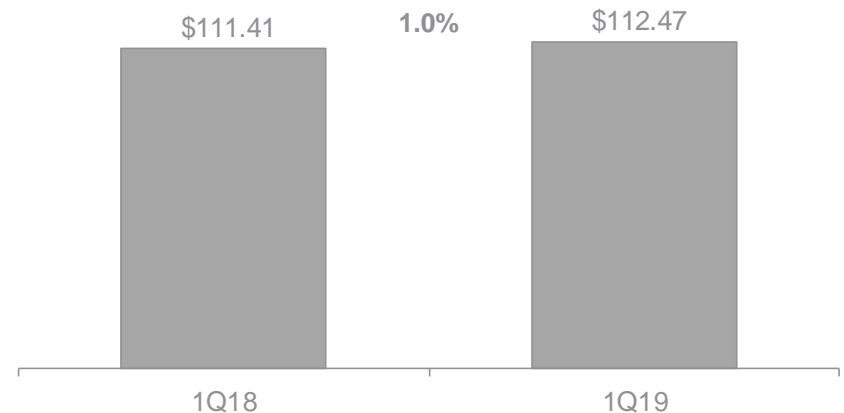
2) Represents total Y/Y % revenue growth including mobile revenue.

3) Residential Revenue per Residential Customer excludes mobile revenue.

Quarterly Highlights

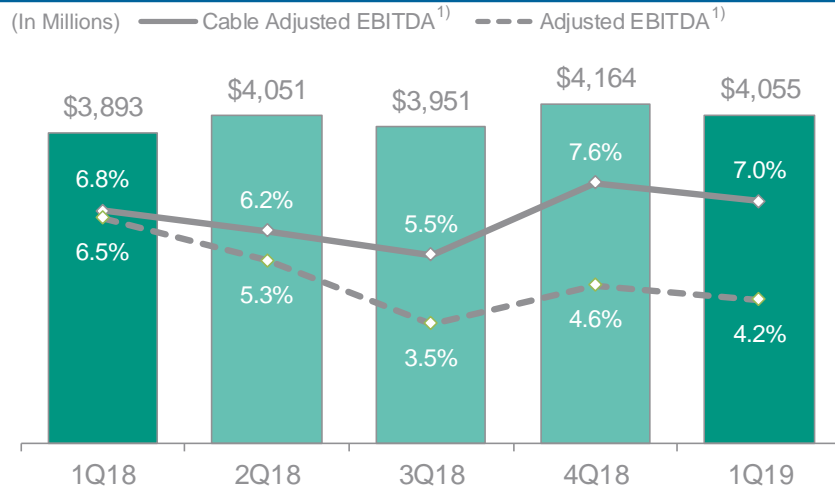
- Residential revenue growth of 4.2% Y/Y driven by residential customer growth of 3.3% Y/Y and residential ARPU growth of 1.0% Y/Y
- Total commercial revenue growth of 4.3%
 - SMB growth of 5.0%
 - Enterprise growth of 3.4%; 6.1% when excluding cell backhaul and Navisite
- Advertising revenue declined 3.1% Y/Y, driven by lower political revenue
- Cable revenue growth of 4.1% excluding Advertising

Residential Revenue per Residential Customer³⁾

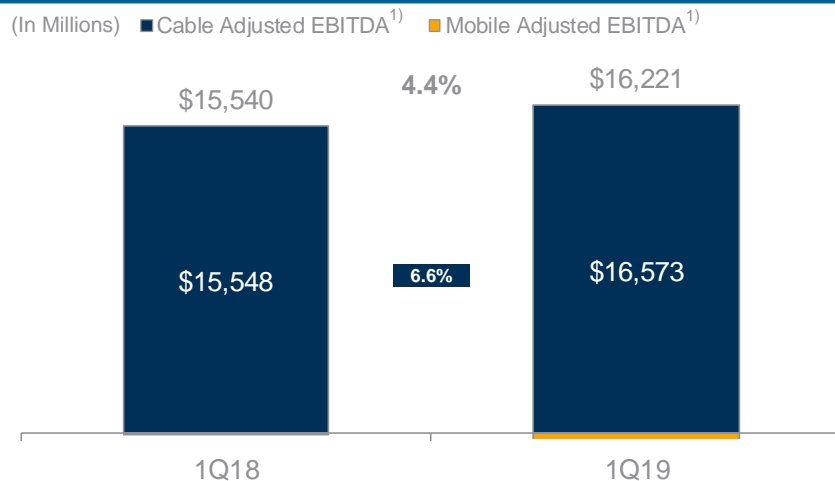


Adjusted EBITDA¹⁾

Adjusted EBITDA¹⁾ and Y/Y % Growth



LTM Adjusted EBITDA¹⁾



Quarterly Highlights

- Adjusted EBITDA¹⁾ grew 4.2% Y/Y
- Cable Adjusted EBITDA¹⁾ grew 7.0% Y/Y
 - Total operating costs rose 5.7% Y/Y and 2.0% when excluding mobile
 - Programming expense increased 4.1% Y/Y reflecting contractual rate increases, partly offset by lower video customers
 - Regulatory, connectivity and produced content increased 5.0% Y/Y, primarily driven by higher regulatory and franchise fees
 - Costs to service customers decreased 1.7% Y/Y versus a 3.8% Y/Y increase in total customer relationships
 - Marketing expenses decreased 2.0% Y/Y
 - Other expenses increased 4.8% Y/Y due to higher insurance and software costs
 - First quarter total operating costs include \$260M of mobile expenses

1) See notes on slide 15.

Net Income

Net Income

(In Millions, except per share data)

	1Q19A	1Q18A	Y/Y Var.
Adjusted EBITDA ¹⁾	\$ 4,055	\$ 3,893	162
Depreciation and Amortization	2,550	2,710	(160)
Stock compensation expense	85	72	13
Other operating (income) expenses, net	(5)	69	(74)
Income from operations	1,425	1,042	383
Interest expense, net	(925)	(851)	(74)
Gain on financial instruments, net	37	63	(26)
Other pension benefits	9	20	(11)
Other expense, net	(110)	(23)	(87)
	(989)	(791)	(198)
Income before income taxes	436	251	185
Income tax expense	(119)	(28)	(91)
Consolidated net income	317	223	94
Less: Noncontrolling Interest	(64)	(55)	(9)
Net income attributable to Charter shareholders	\$ 253	\$ 168	\$ 85
Earnings per common share attributable to Charter shareholders			
Basic	\$ 1.13	\$ 0.71	\$ 0.42
Diluted	\$ 1.11	\$ 0.70	\$ 0.41

Highlights

- Depreciation and amortization \$160M lower Y/Y
- Other operating expenses, net lower Y/Y driven by a decline in merger and restructuring costs and a one-time pension charge in the first quarter of 2018
- Interest expense \$74M higher Y/Y
- Other expense, net higher Y/Y due to non-cash impairment of an equity method investment
- Income tax expense \$91M higher Y/Y primarily due to higher pretax income

1) See notes on slide 15.

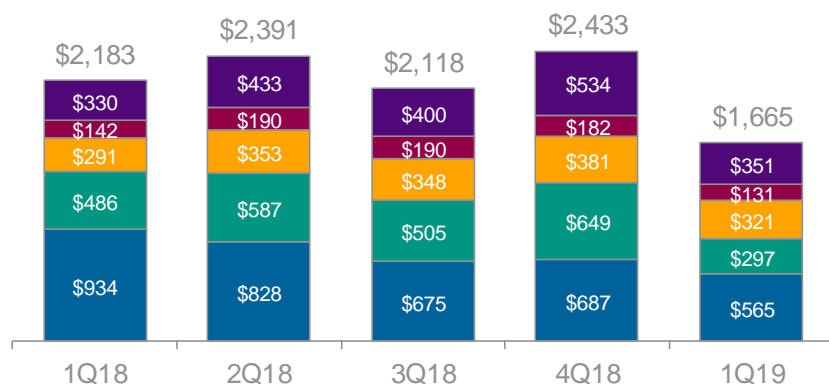
Capital Investment

Highlights

- 1Q19 capex of \$1,665M comprised of \$1,577M cable and \$88M mobile
 - Y/Y decline in cable capex of \$589M
 - \$369M Y/Y decrease in CPE primarily driven by the completion of all-digital in 4Q18 and a lower level of customer migration to *Spectrum* pricing and packaging in Legacy TWC and Legacy Bright House
 - \$189M Y/Y decrease in Scalable Infrastructure primarily due to completion of the rollout of DOCSIS 3.1 in 4Q18
 - \$30M Y/Y increase in Line Extensions mostly due to increased build-out activity
 - \$21M Y/Y increase in Support driven by mobile spend, partly offset by declining investments related to insourcing and integration
 - Mobile capital of \$88M for retail footprint upgrades and back office systems

Capital Expenditures by NCTA Category

(In Millions) ■ CPE/Install ■ Scalable Infrastructure ■ Line Ext. ■ Upgrade/Rebuild ■ Support



Capital Expenditures

(In Millions)

			LTM	
	1Q18	1Q19	1Q18	1Q19
Cable	\$2,166	\$1,577	\$9,292	\$8,294
Mobile	17	88	17	313
Total	\$2,183	\$1,665	\$9,309	\$8,607
<i>Of which: All Digital</i>	186	—	307	158
<i>Of which: Commercial</i>	283	305	1,320	1,335

Free Cash Flow¹⁾

Free Cash Flow¹⁾

(In Millions)

	1Q19A	1Q18A	Y/Y Var.
Cable Adjusted EBITDA ¹⁾	\$ 4,175	\$ 3,901	\$ 274
Mobile Adjusted EBITDA ¹⁾	(120)	(8)	(112)
Cable Capex	(1,577)	(2,166)	589
Mobile Capex	(88)	(17)	(71)
Cash Paid for Interest, Net	(953)	(1,006)	53
Cash Taxes, Net	20	2	18
Cable Working Capital	(725)	(706)	(19)
Mobile Working Capital	(83)	—	(83)
Merger and Restructuring Costs	—	(43)	43
Other	(4)	(6)	2
Consolidated Free Cash Flow¹⁾	645	(49)	694
<i>Memo: Cable Free Cash Flow¹⁾</i>	936	(24)	960
<i>Memo: Mobile Free Cash Flow¹⁾</i>	(291)	(25)	(266)
Financing Activities	255	(6)	261
Other	-	10	(10)
Change in Cash²⁾	\$ 900	\$ (45)	\$ 945
Total Liquidity³⁾	\$ 6,063	\$ 3,394	\$ 2,669
Leverage (LTM Adj. EBITDA)^{1,4)}	4.43x	4.46x	-0.03x
<i>Cable Leverage^{1,4)}</i>	<i>4.34x</i>	<i>4.45x</i>	<i>-0.11x</i>

1) See notes on slide 15.

2) Excludes impact of changes to restricted cash of \$39M in 1Q19.

3) Includes revolver availability and unrestricted cash on hand.

4) Leverage is total principal amount of debt less cash and cash equivalents divided by LTM Adjusted EBITDA¹⁾ of \$16,221M and \$15,540M as of 3/31/19 and 3/31/18, respectively. Cable leverage is total principal amount of debt less cash and cash equivalents divided by LTM cable Adjusted EBITDA¹⁾ of \$16,573M and \$15,548M as of 3/31/19 and 3/31/18, respectively. The leverage calculations do not reflect the leverage calculations pursuant to Charter's indentures or credit agreements.

5) Excludes 308,834 shares withheld from employees for the payment of taxes and exercise costs upon the exercise of stock options or vesting of other equity awards during 1Q19, and 1,308,902 since Sep. 2016.

6) Represents % of fully diluted shares outstanding (FDSO), as-exchanged, as-converted, as of 6/30/16.

Quarterly Highlights

Free Cash Flow¹⁾

- Consolidated Free Cash Flow (“FCF”) of \$645M
- Cable FCF \$960M higher Y/Y driven by lower cable capex and higher cable Adjusted EBITDA¹⁾

Financing Activities and Leverage

- Borrowings of long-term debt exceeding repayments by \$1.3B
- Payment of \$37.5M preferred dividend to A/N
- \$1.0B of common share and unit repurchases
- Remain within target total leverage range of 4-4.5x

Buyback Summary

	1Q19	Since Sep 2016
Common Shares Repurchased (M)	2.6	55.2
x Avg. Price	\$332.59	\$328.21
= Total Common Shares Repurchased (\$B)	\$0.9	\$18.1
A/N Common Units Repurchased (M)	0.3	8.0
x Avg. Price	\$308.42	\$330.01
= A/N Common Units Repurchased (\$B)	\$0.1	\$2.6
Total Common Shares & Units Repurchased (M) ⁵⁾	2.9	63.2
% of FDSO Repurchased ⁶⁾	0.9%	20.1%
Total Common Share & Units Repurchased (\$B)	\$1.0	\$20.7

Capital Structure Summary

As of Mar 31, 2019
(\$ In Millions, unless
otherwise noted)

Issue	Type	Rates ¹⁾ / Shares	Issuer Amount ²⁾	Aggregate Debt ³⁾	Leverage Ratio ⁴⁾
Charter Communications, Inc. (CCI)	Equity	• 223M • 253M ⁵⁾	Equity (Mkt Cap)		
			• \$78B • \$88B		
Charter Communications Holdings, LLC (CCH) Partnership	A/N Preferred CCH Units	Convertible Preferred	6.0%	\$2,500	
CCO Holdings, LLC (CCOH)	Sr. Notes due 2021-2028	High Yield	4.000 - 5.875%	\$18,900	\$73,351 4.43x
Charter Communications Operating, LLC (CCO)	Sr. Sec. Notes due 2019-2055	Investment Grade	3.579 - 8.375%	\$43,812	\$54,451 3.27x
	<u>1st Lien Bank due 2023-2025</u>	Loans / Revolver	L + 1.50 - 2.00%	<u>\$10,639</u>	
	Total CCO			\$54,451	
Operating Subsidiaries					

1) Interest rates are stated bank interest rates or bond coupon rates.

2) Issuer amount includes principal value of debt and current equity market capitalization of shares outstanding based on a closing share price of \$346.91 on 3/29/19. Equity market capitalization, on an as-converted as-exchanged basis, includes the estimated market value of A/N common CCH units and the market value of A/N convertible preferred CCH units with a face value of \$2,500M.

3) Aggregate debt is total principal amount of debt, excluding intercompany loans and \$812M of guarantees, letters of credit and finance leases.

4) Leverage equals aggregate debt less cash and cash equivalents divided by LTM Adjusted EBITDA⁶⁾ of \$16,221M. The leverage calculations do not reflect the leverage calculations pursuant to Charter's indentures or credit agreements.

5) Assumes exchange and conversion of Advance/Newhouse (A/N) common and preferred CCH units into Charter stock.

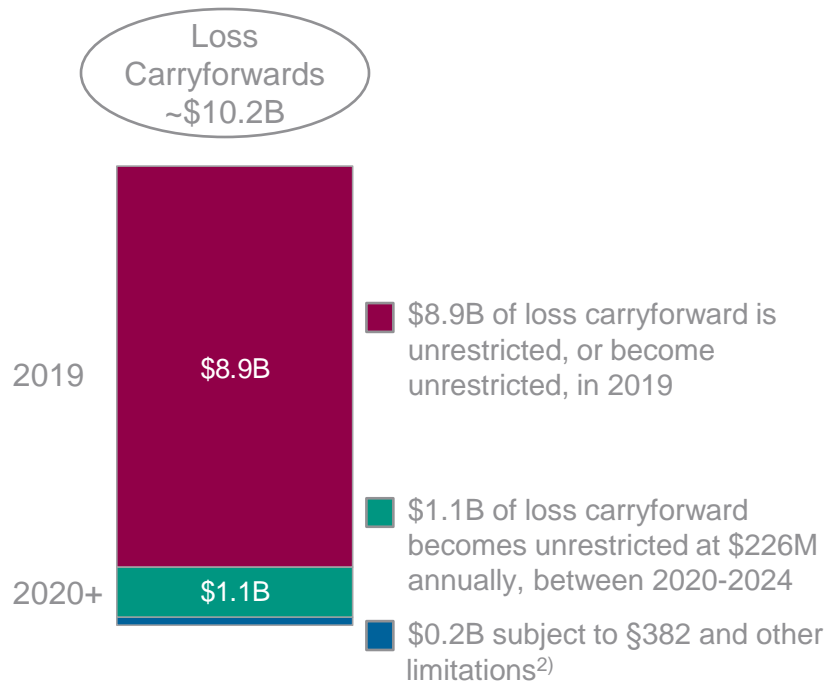
6) See notes on slide 15.

Significant Tax Assets Support Cash Flow Growth

Tax Assets as of December 31, 2018

- \$10.2B of loss carryforwards shield cash taxes
- Charter does not expect to be a significant cash taxpayer until 2021, at the earliest, with remaining NOL carryforward benefits becoming available through 2024
- Tax receivable agreement with A/N drives meaningful value for Charter shareholders via basis step-up at point of conversion and/or exchange of partnership units

Estimated Loss Carryforward Availability¹⁾



1) Current availability estimates subject to change.

2) \$184 million of the \$10.2 billion NOL is subject to a valuation allowance and may not be usable in the future.

Valuable Tax Receivables Agreement With A/N

- Charter will receive additional tax basis step-up upon any future A/N conversion and/or exchange of its partnership units into Charter stock
- Charter retains 50% of the cash tax savings value associated with the tax basis step-up received, if and when A/N converts and/or exchanges partnership units for shares in Charter
- A/N receives 50% of the net cash tax savings value associated with the tax basis step-up received by Charter, on a with and without FIFO basis, when the step-up benefits are used by Charter

Investor Inquiries:

Stefan Anninger | 203.905.7955
stefan.anninger@charter.com

Appendix

Use of Non-GAAP Financial Metrics & Additional Information

We use certain measures that are not defined by U.S. generally accepted accounting principles ("GAAP") to evaluate various aspects of our business. Adjusted EBITDA and free cash flow are non-GAAP financial measures and should be considered in addition to, not as a substitute for, net income attributable to Charter shareholders and net cash flows from operating activities reported in accordance with GAAP. These terms, as defined by us, may not be comparable to similarly titled measures used by other companies. Adjusted EBITDA and free cash flow are reconciled to net income attributable to Charter shareholders and net cash flows from operating activities, respectively, in the appendix of this presentation.

Adjusted EBITDA is defined as net income attributable to Charter shareholders plus net income attributable to noncontrolling interest, net interest expense, income taxes, depreciation and amortization, stock compensation expense, loss on extinguishment of debt, (gain) loss on financial instruments, net, other pension (benefits) costs, other (income) expense, net and other operating (income) expenses, such as special charges and (gain) loss on sale or retirement of assets. As such, it eliminates the significant non-cash depreciation and amortization expense that results from the capital-intensive nature of our businesses as well as other non-cash or special items, and is unaffected by our capital structure or investment activities. However, this measure is limited in that it does not reflect the periodic costs of certain capitalized tangible and intangible assets used in generating revenues and our cash cost of financing. These costs are evaluated through other financial measures.

Free cash flow is defined as net cash flows from operating activities, less capital expenditures and changes in accrued expenses related to capital expenditures.

Management and Charter's board of directors use Adjusted EBITDA and free cash flow to assess Charter's performance and its ability to service its debt, fund operations and make additional investments with internally generated funds. In addition, Adjusted EBITDA generally correlates to the leverage ratio calculation under our credit facilities or outstanding notes to determine compliance with the covenants contained in the facilities and notes (all such documents have been previously filed with the Securities and Exchange Commission (the "SEC")). For the purpose of calculating compliance with leverage covenants, we use Adjusted EBITDA, as presented, excluding certain expenses paid by our operating subsidiaries to other Charter entities. Our debt covenants refer to these expenses as management fees, which were \$300 million and \$273 million for the three months ended March 31, 2019 and 2018, respectively.

Cable Adjusted EBITDA is defined as Adjusted EBITDA less mobile revenues plus mobile operating costs and expenses. Mobile Adjusted EBITDA is defined as mobile revenue less mobile costs and expenses. Cable free cash flow is defined as free cash flow plus mobile net cash outflows from operating activities and mobile capital expenditures. Mobile free cash flow is defined as mobile net cash outflows from operating activities plus mobile capital expenditures. Management and Charter's board of directors use cable Adjusted EBITDA, mobile Adjusted EBITDA, cable free cash flow and mobile free cash flow to provide management and investors a more meaningful year over year perspective on the financial and operational performance and trends of our core cable business without the impact of the revenue, costs and capital expenditures in the initial funding period to grow a new product line as well as the negative working capital impacts from the timing of device-related cash flows when we provide the handset or tablet to customers pursuant to equipment installment plans.

For a reconciliation of Adjusted EBITDA, cable Adjusted EBITDA, mobile Adjusted EBITDA, free cash flow, cable free cash flow and mobile free cash flow to the most directly comparable GAAP financial measure, see slides 16, 17 and 18.

Between the closing of the TWC and Bright House transactions in May 2016, through the first quarter of 2018, Charter has reported its customer data and results using legacy company reporting methodologies. During the second quarter of 2018, Charter implemented certain reporting changes on a retrospective basis which allowed for the recasting of historical customer data and results using consistent definitions and reporting methodologies across all three legacy companies. TWC Hawaii customer statistics are expected to move to Charter's standard methodology in 2019 and variances, if any, will be disclosed at that time.

Customer relationships include the number of customers that receive one or more levels of service, encompassing video, Internet and voice services, without regard to which service(s) such customers receive. Customers who reside in residential multiple dwelling units ("MDUs") and that are billed under bulk contracts are counted based on the number of billed units within each bulk MDU. Total customer relationships exclude enterprise customer relationships and mobile-only customer relationships.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
 UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
 (DOLLARS IN MILLIONS)

	Three Months Ended	
	March 31, 2019	March 31, 2018
Net income attributable to Charter shareholders	\$ 253	\$ 168
Plus: Net income attributable to noncontrolling interest	64	55
Interest expense, net	925	851
Income tax expense	119	28
Depreciation and amortization	2,550	2,710
Stock compensation expense	85	72
Gain on financial instruments, net	(37)	(63)
Other pension benefits	(9)	(20)
Other, net	105	92
Adjusted EBITDA ¹⁾	4,055	3,893
Less: Mobile revenue ^{1), 2)}	(140)	—
Plus: Mobile costs and expenses ^{1), 2)}	260	8
Cable Adjusted EBITDA ¹⁾	<u>\$ 4,175</u>	<u>\$ 3,901</u>
Net cash flows from operating activities	\$ 2,686	\$ 2,699
Less: Purchases of property, plant and equipment	(1,665)	(2,183)
Change in accrued expenses related to capital expenditures	(376)	(565)
Free cash flow ¹⁾	645	(49)
Plus: Mobile net cash outflows from operating activities ^{1), 3)}	203	8
Plus: Purchases of mobile property, plant and equipment ^{1), 3)}	88	17
Cable free cash flow ¹⁾	<u>\$ 936</u>	<u>\$ (24)</u>

The above schedule is presented in order to reconcile Adjusted EBITDA, cable Adjusted EBITDA, mobile Adjusted EBITDA, free cash flow, cable free cash flow and mobile free cash flow, non-GAAP measures, to the most directly comparable GAAP measures in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 15.

2) Mobile Adjusted EBITDA is calculated as mobile revenue less mobile costs and expenses, and totaled negative \$120 million and negative \$8 million, for the three months ended March 31, 2019 and 2018, respectively.

3) Mobile free cash flow is calculated as mobile net cash outflows from operating activities plus mobile capital expenditures, and totaled negative \$291 million and negative \$25 million for the three months ended March 31, 2019 and 2018, respectively.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Three Months Ended				
	March 31, 2019	December 31, 2018	September 30, 2018	June 30, 2018	March 31, 2018
Net income attributable to Charter shareholders	\$ 253	\$ 296	\$ 493	\$ 273	\$ 168
Plus: Net income attributable to noncontrolling interest	64	64	91	66	55
Interest expense, net	925	910	901	878	851
Income tax expense	119	2	109	41	28
Depreciation and amortization	2,550	2,534	2,482	2,592	2,710
Stock compensation expense	85	72	71	70	72
(Gain) loss on financial instruments, net	(37)	110	(12)	75	(63)
Other pension (benefits) costs	(9)	55	(207)	(20)	(20)
Other, net	105	121	23	76	92
Adjusted EBITDA ¹⁾	4,055	4,164	3,951	4,051	3,893
Less: Mobile revenue ¹⁾	(140)	(89)	(17)	—	—
Plus: Mobile costs and expenses ¹⁾	260	211	94	33	8
Cable Adjusted EBITDA ¹⁾	<u>\$ 4,175</u>	<u>\$ 4,286</u>	<u>\$ 4,028</u>	<u>\$ 4,084</u>	<u>\$ 3,901</u>

The above schedule is presented in order to reconcile Adjusted EBITDA, cable Adjusted EBITDA and mobile Adjusted EBITDA, non-GAAP measures, to the most directly comparable GAAP measures in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 15.

GAAP Reconciliations

CHARTER COMMUNICATIONS, INC. AND SUBSIDIARIES
UNAUDITED RECONCILIATION OF NON-GAAP MEASURES TO GAAP MEASURES
(DOLLARS IN MILLIONS)

	Last Twelve Months Ended March 31,	
	2019	2018
Net income attributable to Charter shareholders	\$ 1,315	\$ 9,908
Plus: Net income attributable to noncontrolling interest	285	219
Interest expense, net	3,614	3,228
Income tax (benefit) expense	271	(9,084)
Depreciation and amortization	10,158	10,748
Stock compensation expense	298	264
Loss on extinguishment of debt	—	6
(Gain) loss on financial instruments, net	136	(94)
Other pension benefits	(181)	(8)
Other, net	325	353
Adjusted EBITDA ¹⁾	16,221	15,540
Less: Mobile revenue ¹⁾	(246)	—
Plus: Mobile costs and expenses ¹⁾	598	8
Cable Adjusted EBITDA ¹⁾	<u>\$ 16,573</u>	<u>\$ 15,548</u>

The above schedule is presented in order to reconcile Adjusted EBITDA, cable Adjusted EBITDA and mobile Adjusted EBITDA, non-GAAP measures, to the most directly comparable GAAP measures in accordance with Section 401(b) of the Sarbanes-Oxley Act.

1) See notes on slide 15.

Shares

Shares Outstanding as of March 31, 2019

Class A Common Shares	223,397,851
Class B Common Shares ¹⁾	1
Restricted Stock ²⁾	<u>10,223</u>
Total Outstanding Common Shares	223,408,075
As-converted, as-exchanged Charter Holdings Partnership Units ³⁾	<u>29,233,739</u>
Total Shares (as-converted/as-exchanged)	252,641,814
Fully Diluted Shares (as-converted/as-exchanged)^{4,5)}	255,598,633

Note: Charter's financial statements only include partnership units, restricted stock units and options, in diluted weighted average common shares outstanding when such inclusion is dilutive to earnings per common share attributable to Charter shareholders.

1) Class B Common is a special class of stock solely owned by Advance/Newhouse and provides it with governance rights at Charter, reflecting Advance/Newhouse's ownership in the Charter Holdings Partnership.

2) Unvested restricted stock has voting rights and is therefore included in total issued and outstanding shares. Vesting occurs depending upon the terms of each award agreement.

3) Includes 19,900,239 of Advance/Newhouse as-exchanged common partnership units in Charter Holdings, and 9,333,500 of Advance/Newhouse as-converted, as-exchanged preferred partnership units in Charter Holdings.

4) Includes 973,296 restricted stock units based on the treasury stock method, and which vest over various periods of time depending upon the terms of each award agreement. As of March 31, 2019, there were 494,296 performance-based restricted stock units which contain price vesting hurdles, in addition to time vesting requirements, which are excluded for dilution purposes as they had not met their respective price vesting thresholds as of March 31, 2019.

5) Includes 1,739,030 outstanding options based on the treasury stock method, with various time vesting requirements. As of March 31, 2019, there were an additional 244,493 performance-based options which contain price vesting hurdles, in addition to time vesting requirements, included in fully diluted shares based on the treasury stock method, as their price vesting thresholds would have been met at the time vesting date. An additional 3,558,932 performance-based options are excluded for dilution purposes as they had not met their respective price vesting thresholds as March 31, 2019.

Debt Maturity Profile

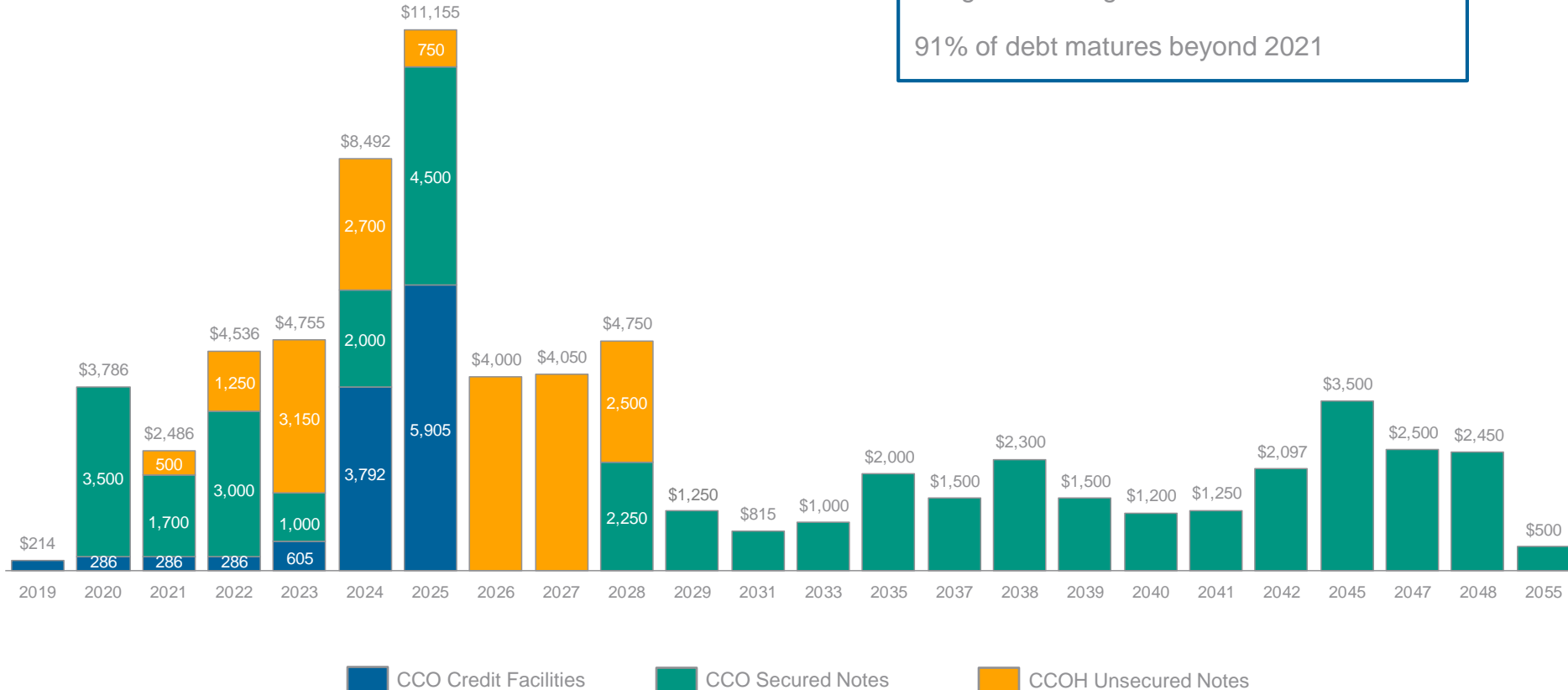
As of March 31, 2019; Pro-Forma¹⁾ For Recent Transactions

(In Millions)

Weighted Average Cost of Debt = 5.2%

Weighted Average Life of Debt = 10.9 Years

91% of debt matures beyond 2021



¹⁾ Pro forma for the April 1, 2019 repayment of the \$2.0B 8.25% TWC notes due 2019. Assumes \$1.3B of cash on hand and \$0.7B of the revolving credit facility were used to repay the notes.